

COMBINED DECLARATION ON AND POWER OF ATTORNEY FOR PATENT APPLICATION

As a below named inventor, I hereby declare that: My residence, post office address and citizenship are as stated below, next to my name. I believe I am the original, first, and sole inventor (if only one name is listed below) or an original, first, and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled Amide Compounds and Pharmaceutical Compositions for Inhibiting Protein Kinases, and Methods For Their Use the specification of which:

_____ is attached hereto.
X _____ was filed on January 19, 2001
as United States Application Number 09/764,306
or PCT International Application Number _____
and was amended on _____
(if applicable)

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claim(s), as amended by any amendment referred to above. I do not know and do not believe that the claimed invention was ever known or used in the United States of America before my invention thereof, or patented or described in any printed publication in any country before my invention thereof or more than one year prior to this application, that the same was not in public use or on sale in the United States of America more than one year prior to this application, and that the invention has not been patented or made the subject of an inventor's certificate issued before the date of this application in any country foreign to the United States of America on an application filed by me or my legal representatives or assigns more than twelve months (for a utility patent application) or six months (for a design patent application) prior to this application.

I acknowledge the duty to disclose all information known to me to be material to patentability as defined in Title 37, Code of Federal Regulations, Section 1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, Section 119(a)-(d), of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

<u>Prior Foreign Application(s)</u>			<u>Priority Claimed</u>	
<u>(Number)</u>	<u>(Country)</u>	<u>(Day/Month/Year Filed)</u>	<u>Yes</u>	<u>No</u>
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

I hereby claim the benefit under Title 35, United States Code, Section 119(e) of any United States provisional application(s) listed below

<u>60/177,059</u>	<u>1/21/00</u>
(Application Number)	Filing Date
_____	_____

I hereby claim the benefit under Title 35, United States Code, Section 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, Section 112, I acknowledge the duty to disclose all information known to me to be material to patentability as defined in Title 37, Code of Federal Regulations, Section 1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application:

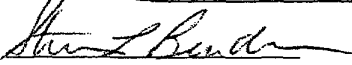
(Application Number)	Filing Date	(Status – patented, pending, abandoned)
(Application Number)	Filing Date	(Status – patented, pending, abandoned)
(Application Number)	Filing Date	(Status – patented, pending, abandoned)

I hereby appoint Mark R. Shanks Registration No. 33,781, Toni-Junell Herbert, Registration No. 34,348, Joseph G. Contrera, Registration No. 44,628, David W. Woodward, Registration No. 35,020, Keith D. Hutchinson, Registration No. 43,687, Chalin A. Smith, Registration No. 41,569, Shelly Guest Cermak, Registration No. 39,571, and Suzannah Sundby, Registration No. 43,172, all of SHANKS & HERBERT, TransPotomac Plaza, 1033 N. Fairfax St., Suite 306, Alexandria, VA 22314, telephone (703) 683-3600, and Linda Evans, Registration No. 33,873, Ron Myers, Registration No. 48,825, Karl Neidert, Registration No. 39,313, Robert Prince, Registration No. 38,583, Joseph Reidy, Registration No. 39,340, and Jeffrey Rennecker, Registration No. 40,784, all of Agouron Pharmaceuticals, Inc., 10350 North Torrey Pines Road, La Jolla, CA 92037, with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected herewith.

The undersigned hereby authorizes the U.S. Attorneys named herein to accept and follow instructions from undersigned's assignee, if any, and/or, if the undersigned is not a resident of the United States, the undersigned's domestic attorney, patent attorney or patent agent, as to any action to be taken in the Patent and Trademark Office regarding this application without direct communication between the U.S. attorneys and the undersigned. In the event of a change in the person(s) from whom instructions may be taken, the U.S. attorneys named herein will be so notified by the undersigned.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application of any patent issued thereon.

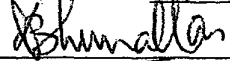
Full Name of Sole/First Inventor: Steven Lee Bender

Inventor's Signature:  Date: Feb 22, 2001

Residence: Oceanside, CA Citizenship: USA
(City, State) (Country)

Post Office Address: 915 Reese Street, Oceanside, CA 92054

Full Name of Second/Joint Inventor: Dilip Bhumralkar

Inventor's Signature:  Date: Feb. 22, 2001

Residence: San Diego, CA Citizenship: USA
(City, State) (Country)

Post Office Address: 7502 Charmant Dr. #616, San Diego, CA 92122

Full Name of Third/Joint Inventor: Michael Raymond Collins
Inventor's Signature: [Signature] Date: 2/27/01
Residence: San Diego, CA Citizenship: USA
(City, State) (Country)
Post Office Address: 16029 Caminito Tomas, San Diego, CA 92128

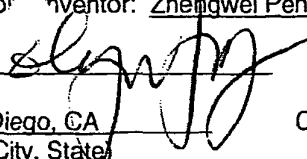
Full Name of Fourth/First Inventor: Stephen James Cripps
Inventor's Signature: [Signature] Date: 2/22/01
Residence: San Diego, CA Citizenship: USA
(City, State) (Country)
Post Office Address: 11056 Pallon Way, San Diego, CA 92124

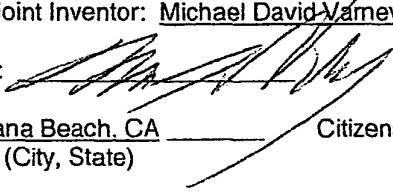
Full Name of Fifth/Joint Inventor: Judith Gail Deal
Inventor's Signature: [Signature] Date: 2/22/2001
Residence: Wildomar, CA Citizenship: USA
(City, State) (Country)
Post Office Address: ~~45370 Zuma Dr, Wildomar, CA 92122~~ 35893 Frederick St, JP
92585

Full Name of Tenth/Joint Inventor: Lei Jia
Inventor's Signature: [Signature] Date: Feb. 22, 2001
Residence: San Diego, CA Citizenship: USA
(City, State) (Country)
Post Office Address: 11895 Bridgewood Way, San Diego, CA 92128

Full Name of Sixth/Joint Inventor: Mitchell David Nambu
Inventor's Signature: [Signature] Date: Feb 22, 2001
Residence: San Diego, CA Citizenship: USA
(City, State) (Country)
Post Office Address: 3105 Ducommun Avenue, San Diego, CA 92122

Full Name of Seventh/Joint Inventor: Cynthia Louise Palmer
Inventor's Signature: [Signature] Date: 2/22/01
Residence: La Mesa, CA 91941 Citizenship: USA
(City, State) (Country)
Post Office Address: 9847 Orgram Drive, La Mesa, CA 91941

Full Name of Eighth/Joint Inventor: Zhengwei Peng
Inventor's Signature:  Date: 02/22/2001
Residence: San Diego, CA Citizenship: USA
(City, State) (Country)
Post Office Address: 13726 Tradition Street, San Diego, CA 92128

Full Name of Ninth/Joint Inventor: Michael David Varney
Inventor's Signature:  Date: 2/22/01
Residence: Solana Beach, CA Citizenship: USA
(City, State) (Country)
Post Office Address: 738 Barbara Avenue, Solana Beach, CA 92075



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

JUNE 19, 2001

PTAS



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SHANKS & HERBERT
DAVID W. WOODWARD
TRANSPOTOMAC PLAZA
1033 N. FAIRFAX STREET
ALEXANDRIA, VA 22314

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 04/04/2001

REEL/FRAME: 011676/0914
NUMBER OF PAGES: 3

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

BENDER, STEVEN LEE

DOC DATE: 02/22/2001

ASSIGNOR:

BHUMRAKAR, DILIP

DOC DATE: 02/22/2001

ASSIGNOR:

COLLINS, MICHAEL RAYMOND

DOC DATE: 02/27/2001

ASSIGNOR:

CRIPPS, STEPHEN JAMES

DOC DATE: 02/22/2001

ASSIGNOR:

DEAL, JUDITH GAIL

DOC DATE: 02/22/2001

ASSIGNOR:

JIA, LEI

DOC DATE: 02/22/2001

ASSIGNOR:

NAMBU, MITCHELL DAVID

DOC DATE: 02/22/2001

cef

011676/0914 PAGE 2

ASSIGNOR:
PALMER, CYNTHIA LOUISE

DOC DATE: 02/22/2001

ASSIGNOR:
PENG, ZHENGWEI

DOC DATE: 02/22/2001

ASSIGNOR:
VARNEY MICHAEL DAVID

DOC DATE: 02/22/2001

ASSIGNEE:
AGOURON PHARMACEUTICALS, INC.
10350 NORTH TORREY PINES ROAD
LA JOLLA, CALIFORNIA 92037-1020

SERIAL NUMBER: 09764306
PATENT NUMBER:

FILING DATE: 01/19/2001
ISSUE DATE:

DOROTHY RILEY, PARALEGAL
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS



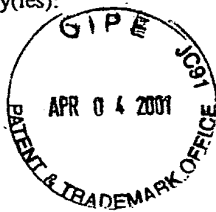
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ACTION FORM COVER SHEET
PATENTS ONLY

4.4 01

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Steven Lee Bender
Dilip Bhunalkar
Michael Raymond Collins
Stephen James Cripps
Judith Gail Deal
Lei Jia
Mitchell David Nambu
Cynthia Louise Palmer
Zhengwei Peng
Michael David Varney

2. Name and address of receiving party(ies):

Name: Agouron Pharmaceuticals, Inc
Street Address: 10350 North Torrey Pines Road
City: La Jolla State: CA
Zip: 92037-1020
Country: USAAdditional conveying party(ies) attached? ☐ Yes ☐ NoAdditional receiving party(ies) attached? ☐ Yes ☒ No

3. Nature of Conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other: _____

Execution Date(s): February 22, 2001; February 27, 2001

4. Application number(s) or patent number(s): Additional numbers attached? ☐ Yes ☐ No

- ☐ A new application, the specification filed herewith.
☒ Application No. 09/764,306 ; filed: January 19, 2001
☐ Patent No. _____ ; filed:

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Shanks & Herbert
Attn: David W. Woodward
Street Address: TransPotomac Plaza
1033 N. Fairfax Street
Alexandria, VA 22314

6. Total number of applications and patents involved: 1

7. Total Fee (37 C.F.R. § 3.41): \$40.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account:
 8. Deposit Account No.: _____
 (Attach duplicate copy of page if charging to deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David W. Woodward 35,020
 Typed Name, Reg. No.

David W. Woodward
 Attorney Signature

Apr 17 2001
 Date

OMB No. 0651-0011 (ext. 4/94)

Total number of pages including cover sheet, attachments and document 6

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents and Trademarks, Box Assignments
 Washington, D.C. 20231

14/05/2001 09:00:00 09764306

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ASSIGNMENT

In consideration of the sum of One Dollar (\$1.00) or equivalent and other good and valuable consideration paid to each of the undersigned, each of the undersigned hereby sells and assigns to Agouron Pharmaceuticals, Inc., having a place of business at 10350 North Torrey Pines Road, La Jolla California 92037-1020, (the Assignee) his/her entire right, title and interest

check applicable box(es) ☒ for the United States of America (as defined in 35 U.S.C. Sec. 100),
☒ and throughout the world

in the invention(s) known as Amide Compounds and Pharmaceutical Compositions for Inhibiting Protein Kinases, and Methods For Their Use and described in United States Application No. 09/764,306, filed January 19, 2001, in any and all patent applications on such invention(s) or based on such application, in any and all Letters Patent(s) therefor, and in any and all reissues, extensions, renewals, reexaminations, divisions and continuations of such patent applications or Letters Patent(s) to the full end of the term or terms for which such Letters patent(s) issue, such entire right, title and interest to be held and enjoyed by the above-named Assignee the same as they would have been held and enjoyed by the undersigned had this assignment and sale not been made.

Each of the undersigned agrees to execute all papers necessary in connection with such provisional application and patent applications, and any reissues, extensions, renewals, reexaminations, divisions, and continuations thereof, and also to execute separate assignments in connection with such applications as the Assignee may deem necessary or expedient.

Each of the undersigned agrees to execute all papers necessary in connection with any interference or proceeding which may be declared concerning any such patent application or any reissues, reexaminations, divisions, and continuations thereof and to cooperate with the Assignee in every way possible in obtaining evidence and going forward with such interference or proceeding.

Each of the undersigned hereby covenants that he/she has full right to convey the entire interest herein assigned, and that he/she has not executed, and will not execute, any agreement in conflict herewith.

Each of the undersigned hereby grants Mark R. Shanks (Registration No. 33,781), Toni-Junell Herbert (Registration No. 34,348), Joseph G. Contrera (Registration No. 44,628), David W. Woodward (Registration No. 35,020), Keith D. Hutchinson (Registration No. 43,687), Chalin A. Smith (Registration No. 41,569), Shelly Guest Cermak (Registration No. 39,571), and Suzannah K. Sundby (Registration No. 43,172), all of SHANKS & HERBERT, TransPotomac Plaza, 1033 N. Fairfax St., Suite 306, Alexandria, Virginia 22314, and Linda S. Evans (Registration No. 33,873), Ron Myers, (Registration No. 48,825), Karl Neidert, (Registration No. 39,313), Robert Prince, (Registration No. 38,583), Joseph Reidy, (Registration No. 39,340, and Jeffrey Rennecker, (Registration No. 40,784), all of Agouron Pharmaceuticals, Inc., 10350 North Torrey Pines Road, La Jolla California 92037-1020, power to insert on this assignment any further information that may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document.

IN WITNESS WHEREOF, executed by each of the undersigned on the date opposite his/her name:

Date: 2/22/01

Signature of Inventor: _____

Steven Lee Bender

Date: 2/22/01

Signature of Inventor: _____

Dilip Bhumalkar

Date: 2/27/01

Signature of Inventor: _____

Michael Raymond Collins

Date: 2/22/01

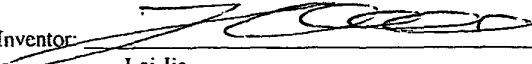
Signature of Inventor: _____

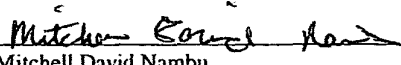
Stephan James Cripps

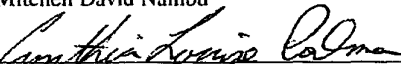
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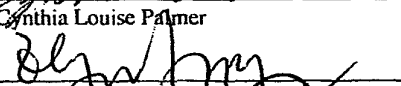
Signature of Inventor: _____

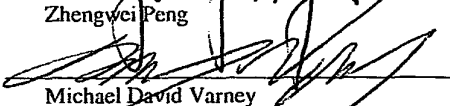
Judith Gail Deal

Date: 2/22/01 Signature of Inventor: 
Lei Jia

Date: 2/24/2001 Signature of Inventor: 
Mitchell David Nambu

Date: 2/22/01 Signature of Inventor: 
Cynthia Louise Palmer

Date: 02/24/2001 Signature of Inventor: 
Zhengwei Peng

Date: 2/22/01 Signature of Inventor: 
Michael David Varney